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Attorneys for Defendant Timur Usmanov

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF WASHINGTON

In Re:

GIGA WATT, Inc., a Washington  
corporation,

Debtor.

MARK D. WALDRON, as Chapter 7  
Trustee,

Plaintiff,

v.

PERKINS COIE LLP, a Washington  
limited liability partnership, LOWELL  
NESS, individual and California  
resident, and TIMUR USMANOV,  
individual and Russian citizen,

Defendants,

NO. 18-03197 FPC 11

ADV. No. 20-80031

DEFENDANT TIMUR USMANOV'S  
ANSWER TO FIRST AMENDED  
COMPLAINT

DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 1

LAW OFFICES OF  
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1 Defendant Timur Usmanov (“Defendant Usmanov”), by and through his  
2 attorneys of record, Lukins & Annis, P.S., hereby answers Plaintiff’s First  
3 Amended Complaint as follows:

4 **SUBJECT MATTER JURISDICTION AND VENUE**

5  
6 1. Admit.

7 2. Admit.

8 **PARTIES**

9 3. Defendant Usmanov is without sufficient information to admit or  
10 deny the allegations in Paragraph 3 and therefore denies the same.

11 4. Defendant Usmanov is without sufficient information to admit or  
12 deny the allegations in Paragraph 4 and therefore denies the same.

13 5. Defendant Usmanov is without sufficient information to admit or  
14 deny the allegations in Paragraph 5 and therefore denies the same.

15 6. Defendant Usmanov admits that he was the CFO of Giga Watt for a  
16 certain time period, but denies the remaining allegations in Paragraph 6.

17 **PRELIMINARY STATEMENT**

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19 7. The allegations contained in Paragraph 7 contain conclusions of law  
20 requiring no response. To the extent a responsive pleading is required, Defendant  
21 Usmanov denies the same. Defendant denies the remaining allegations.  
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DEFENDANT TIMUR USMANOV’S ANSWER TO  
FIRST AMENDED COMPLAINT: 2

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1           8.     The allegations contained in Paragraph 8 contain conclusions of law  
2 requiring no response. To the extent a responsive pleading is required, Defendant  
3 Usmanov denies the same. Defendant denies the remaining allegations.

4           9.     The allegations contained in Paragraph 9 contain conclusions of law  
5 requiring no response. To the extent a responsive pleading is required, Defendant  
6 Usmanov denies the same. Defendant denies the remaining allegations.

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8                                   **GENERAL ALLEGATIONS**

9           10.    Defendant Usmanov is without sufficient information to admit or  
10 deny the allegations in Paragraph 10 and therefore denies the same.

11           11.    Defendant Usmanov is without sufficient information to admit or  
12 deny the allegations in Paragraph 11 and therefore denies the same.

13           12.    Defendant Usmanov is without sufficient information to admit or  
14 deny the allegations in Paragraph 12 and therefore denies the same.

15           13.    Defendant Usmanov is without sufficient information to admit or  
16 deny the allegations in Paragraph 13 and therefore denies the same.

17           14.    Defendant Usmanov is without sufficient information to admit or  
18 deny the allegations in Paragraph 14 and therefore denies the same.

19           15.    The allegations contained in Paragraph 15 contain conclusions of  
20 law requiring no response. To the extent a responsive pleading is required,  
21 Defendant Usmanov is without sufficient information to admit or deny the  
22 allegations in Paragraph 15 and therefore denies the same.  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 3

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1           16. Defendant Usmanov is without sufficient information to admit or  
2 deny the allegations in Paragraph 16 and therefore denies the same.

3           17. Defendant Usmanov is without sufficient information to admit or  
4 deny the allegations in Paragraph 17 and therefore denies the same.

5           18. Defendant Usmanov is without sufficient information to admit or  
6 deny the allegations in Paragraph 18 and therefore denies the same.

7           19. Defendant Usmanov admits there is a document entitled the Giga  
8 Watt Token Launch White Paper (“the White Paper”) and that its terms speak for  
9 themselves.  
10

11           20. Defendant Usmanov denies that Giga Watt sold WTT Tokens  
12 pursuant to the GW ICO. Defendant Usmanov is without sufficient information  
13 to admit or deny the remaining allegations in Paragraph 20.  
14

15           21. Defendant Usmanov is without sufficient information to admit or  
16 deny the allegations in Paragraph 21 and therefore denies the same.

17           22. Defendant Usmanov is without sufficient information to admit or  
18 deny the allegations in Paragraph 22 and therefore denies the same.

19           23. Defendant Usmanov is without sufficient information to admit or  
20 deny the allegations in Paragraph 23 and therefore denies the same.

21           24. Defendant Usmanov denies the allegations in Paragraph 24.

22           25. Defendant Usmanov admits that Giga Watt built facilities and  
23 maintained the miners, but denies that revenues were not tied to individual  
24  
25

DEFENDANT TIMUR USMANOV’S ANSWER TO  
FIRST AMENDED COMPLAINT: 4

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1 miners. Defendant Usmanov is without sufficient information to admit or deny  
2 the remaining allegations in Paragraph 25 and therefore denies the same.

3 26. Defendant Usmanov is without sufficient information to admit or  
4 deny the allegations in Paragraph 26 and therefore denies the same.

5 27. Defendant Usmanov is without sufficient information to admit or  
6 deny the allegations in Paragraph 27 and therefore denies the same. The terms of  
7 the White Paper speak for themselves.

8 28. Defendant Usmanov is without sufficient information to admit or  
9 deny the allegations in Paragraph 28 and therefore denies the same. The terms of  
10 the White Paper speak for themselves.

11 29. Defendant Usmanov is without sufficient information to admit or  
12 deny the allegations in Paragraph 29 and therefore denies the same. The terms of  
13 the White Paper speak for themselves.

14 30. Defendant Usmanov denies that the WTT Token sales proceeds were  
15 collected on Giga Watt's behalf pursuant to the White Paper. Defendant  
16 Usmanov is without sufficient information to admit or deny the remaining  
17 allegations in Paragraph 30. The terms of the White Paper speak for themselves.

18 31. Defendant Usmanov is without sufficient information to admit or  
19 deny the allegations in Paragraph 31 and therefore denies the same.

20 32. Defendant Usmanov denies the allegation that Carlson did not run  
21 Giga Watt in Paragraph 32. Defendant Usmanov is without sufficient  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 5

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1 information to admit or deny the remaining allegations in Paragraph 32 and  
2 therefore denies the same.

3 33. Defendant Usmanov is without sufficient information to admit or  
4 deny the allegations in Paragraph 33 and therefore denies the same.

5 34. Defendant Usmanov is without sufficient information to admit or  
6 deny the allegations in Paragraph 34 and therefore denies the same.

7 35. Defendant Usmanov is without sufficient information to admit or  
8 deny the allegations in Paragraph 35 and therefore denies the same

9 36. Defendant Usmanov is without sufficient information to admit or  
10 deny the allegations in Paragraph 36 and therefore denies the same.

11 37. Defendant Usmanov is without sufficient information to admit or  
12 deny the allegations in Paragraph 37 and therefore denies the same.

13 38. Defendant Usmanov is without sufficient information to admit or  
14 deny the allegations in Paragraph 38 and therefore denies the same.

15 39. Admit.

16 40. Defendant Usmanov is without sufficient information to admit or  
17 deny the allegations in Paragraph 40 and therefore denies the same.

18 41. The allegations contained in Paragraph 41 contain conclusions of  
19 law requiring no response. To the extent a responsive pleading is required,  
20 Defendant Usmanov is without sufficient information to admit or deny the  
21 allegations in Paragraph 41 and therefore denies the same.  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 6

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1           42. Defendant Usmanov is without sufficient information to admit or  
2 deny the allegations in Paragraph 42 and therefore denies the same.

3           43. Defendant Usmanov denies that he “ghostwrote” at least some of  
4 Marina Mikhaylyuta’s letters, and Defendant Usmanov is without sufficient  
5 information to admit or deny the remaining allegations in Paragraph 43 and  
6 therefore denies the same.

7  
8           44. Defendant Usmanov is without sufficient information to admit or  
9 deny the allegations in Paragraph 44 and therefore denies the same.

10           45. Defendant Usmanov is without sufficient information to admit or  
11 deny the allegations in Paragraph 45 and therefore denies the same.

12           46. Defendant Usmanov is without sufficient information to admit or  
13 deny the allegations in Paragraph 46 and therefore denies the same.

14           47. Defendant Usmanov is without sufficient information to admit or  
15 deny the allegations in Paragraph 47 and therefore denies the same.

16           48. The allegations contained in Paragraph 48 contain conclusions of  
17 law requiring no response. Defendant Usmanov admits that he performed duties  
18 as CFO for a time period and that he received a salary at Giga Watt for other  
19 services from Kuzenny and Cryptonomos, but denies the remaining allegations in  
20 Paragraph 48.

21           49. Defendant Usmanov is without sufficient information to admit or  
22 deny the allegations in Paragraph 49 and therefore denies the same.

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DEFENDANT TIMUR USMANOV’S ANSWER TO  
FIRST AMENDED COMPLAINT: 7

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1           50. Defendant Usmanov is without sufficient information to admit or  
2 deny the allegations in Paragraph 50 and therefore denies the same.

3           51. Defendant Usmanov is without sufficient information to admit or  
4 deny the allegations in Paragraph 51 and therefore denies the same.

5           52. Defendant Usmanov is without sufficient information to admit or  
6 deny the allegations in Paragraph 52 and therefore denies the same.

7           53. Defendant Usmanov is without sufficient information to admit or  
8 deny the allegations in Paragraph 53 and therefore denies the same.

9           54. Defendant Usmanov is without sufficient information to admit or  
10 deny the allegations in Paragraph 54 and therefore denies the same.

11           55. Defendant Usmanov is without sufficient information to admit or  
12 deny the allegations in Paragraph 55 and therefore denies the same.

13           56. Defendant Usmanov is without sufficient information to admit or  
14 deny the allegations in Paragraph 56 and therefore denies the same.

15           57. Defendant Usmanov is without sufficient information to admit or  
16 deny the allegations in Paragraph 57 and therefore denies the same.

17           58. Defendant Usmanov admits that he wrote a letter to Carlson at  
18 Markin's request, but denies the remaining allegations in Paragraph 58.

19           59. Defendant Usmanov is without sufficient information to admit or  
20 deny the allegations in Paragraph 59 and therefore denies the same.

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 8

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1           60. Defendant Usmanov denies the third and fourth sentences of  
2 Paragraph 60. Defendant Usmanov is without sufficient information to admit or  
3 deny the remaining allegations in Paragraph 60 and therefore denies the same.

4           61. Defendant Usmanov is without sufficient information to admit or  
5 deny the allegations in Paragraph 61 and therefore denies the same.

6           62. Defendant Usmanov is without sufficient information to admit or  
7 deny the allegations in Paragraph 62 and therefore denies the same.

8           63. Defendant Usmanov is without sufficient information to admit or  
9 deny the allegations in Paragraph 63 and therefore denies the same.

10           64. Defendant Usmanov is without sufficient information to admit or  
11 deny the allegations in Paragraph 64 and therefore denies the same.

12           65. Defendant Usmanov admits that he sent an email to Ness, and that  
13 Ness responded. The statements within the email speak for themselves.

14           66. Defendant Usmanov admits that he sent an email to Ness. The  
15 statements within the email speak for themselves.

16           67. The allegations contained in Paragraph 67 contain conclusions of  
17 law requiring no response. To the extent a responsive pleading is required,  
18 Defendant Usmanov is without sufficient information to admit or deny the  
19 allegations in Paragraph 67 and therefore denies the same.

20           68. Defendant Usmanov is without sufficient information to admit or  
21 deny the allegations in Paragraph 68 and therefore denies the same.

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 9

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1           69. Defendant Usmanov is without sufficient information to admit or  
2 deny the allegations in Paragraph 69 and therefore denies the same.

3           70. Admit.

4           71. The allegations contained in Paragraph 71 contain conclusions of  
5 law requiring no response. To the extent a responsive pleading is required,  
6 Defendant Usmanov is without sufficient information to admit or deny the  
7 allegations in Paragraph 71 and therefore denies the same.

8           72. Defendant Usmanov is without sufficient information to admit or  
9 deny the allegations in Paragraph 72 and therefore denies the same.

10           73. Defendant Usmanov is without sufficient information to admit or  
11 deny the allegations in Paragraph 73 and therefore denies the same.

12           74. Defendant Usmanov is without sufficient information to admit or  
13 deny the allegations in Paragraph 74 and therefore denies the same.

14           75. Defendant Usmanov is without sufficient information to admit or  
15 deny the allegations in Paragraph 75 and therefore denies the same.

16           76. Defendant Usmanov admits that he sent an email to Sandoval. The  
17 statements within the email speak for themselves.

18           77. Defendant Usmanov denies the last sentence of Paragraph 77.  
19 Defendant Usmanov is without sufficient information to admit or deny the  
20 allegations in Paragraph 77 and therefore denies the same.

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 10

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1           78. The allegations contained in Paragraph 78 contain conclusions of  
2 law requiring no response. To the extent a responsive pleading is required,  
3 Defendant Usmanov is without sufficient information to admit or deny the  
4 allegations in Paragraph 78 and therefore denies the same.  
5

6           79. Defendant Usmanov denies the allegations in Paragraph 79.

7           80. Defendant Usmanov admits that he followed up with Cabou  
8 regarding the grand jury subpoena on August 14, 2017 and that he included a  
9 message that the USSS had sent to Evdokimov on August 7, 2017, but Defendant  
10 Usmanov is without sufficient information to admit or deny the remaining  
11 allegations in Paragraph 80 and therefore denies the same Admit.  
12

13           81. Defendant Usmanov admits that he sent an email to Cabou. The  
14 statements within the email speak for themselves.

15           82. Defendant Usmanov admits that Cabou sent him an email. The  
16 statements within the email speak for themselves.

17           83. Defendant Usmanov is without sufficient information to admit or  
18 deny the allegations in Paragraph 83 and therefore denies the same.  
19

20           84. Admit.

21           85. Defendant Usmanov admits that he sent an email to Cabou. The  
22 statements within the email speak for themselves.

23           86. Admit.  
24  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 11

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1           87. Defendant Usmanov is without sufficient information to admit or  
2 deny the allegations in Paragraph 87 and therefore denies the same.

3           88. Defendant Usmanov admits that he sent an email to Cabou. The  
4 statements within the email speak for themselves.

5           89. Defendant Usmanov admits that he exchanged correspondence with  
6 Cabou. The statements within the emails speak for themselves. Defendant  
7 Usmanov denies that he drew attention away from the "Singapore paper façade."

8           90. Defendant Usmanov admits that he received the referenced writing  
9 from Cabou on September 4, 2017, the terms of which speak for themselves, but  
10 Defendant Usmanov denies the remaining allegations in Paragraph 90.

11           91. Defendant Usmanov admits that Orlov did not receive his salary  
12 from Giga watt, but Defendant Usmanov is without sufficient information to  
13 admit or deny the remaining allegations in Paragraph 91 and therefore denies the  
14 same.

15           92. Defendant Usmanov admits that he exchanged correspondence with  
16 Cabou. The statements within the emails speak for themselves.

17           93. Defendant Usmanov admits that he wrote the referenced statement to  
18 Carlson on September 5, 2017 and that Kirsh wrote the referenced statement to  
19 Usmanov that same day, but Defendant Usmanov is without sufficient  
20 information to admit or deny the remaining allegations in Paragraph 93 and  
21 therefore denies the same.  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 12

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1           94. Defendant Usmanov admits the last two sentences of Paragraph 94,  
2 but Defendant Usmanov is without sufficient information to admit or deny the  
3 remaining allegations in Paragraph 94 and therefore denies the same.

4           95. Defendant Usmanov admits that he received an email from  
5 Sandoval. The statements within the email speak for themselves..  
6

7           96. Defendant Usmanov is without sufficient information to admit or  
8 deny the allegations in Paragraph 96 and therefore denies the same.

9           97. Defendant Usmanov is without sufficient information to admit or  
10 deny the allegations in Paragraph 97 and therefore denies the same.

11           98. Defendant Usmanov is without sufficient information to admit or  
12 deny the allegations in Paragraph 98 and therefore denies the same.  
13

14           99. Defendant Usmanov is without sufficient information to admit or  
15 deny the allegations in Paragraph 99 and therefore denies the same.

16           100. Defendant Usmanov is without sufficient information to admit or  
17 deny the allegations in Paragraph 100 and therefore denies the same.  
18

19           101. Defendant Usmanov admits that he sent an email to Sandoval. The  
20 statements within the email speak for themselves.

21           102. Defendant Usmanov is without sufficient information to admit or  
22 deny the allegations in Paragraph 102 and therefore denies the same.

23           103. Admit.  
24  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 13

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1           104. Defendant Usmanov admits that he sent an email to AA1 Solutions.  
2 The statements within the email speak for themselves.

3           105. Defendant Usmanov admits that Giga Watt bounced from bank to  
4 bank, but Defendant Usmanov is without sufficient information to admit or deny  
5 the allegations in Paragraph 105 and therefore denies the same.  
6

7           106. Defendant Usmanov is without sufficient information to admit or  
8 deny the allegations in Paragraph 106 and therefore denies the same.

9           107. Defendant Usmanov is without sufficient information to admit or  
10 deny the allegations in Paragraph 107 and therefore denies the same.  
11

12           108. Defendant Usmanov is without sufficient information to admit or  
13 deny the allegations in Paragraph 108 and therefore denies the same.

14           109. Defendant Usmanov denies the allegations in Paragraph 109.

15           110. Defendant Usmanov is without sufficient information to admit or  
16 deny the allegations in Paragraph 110 and therefore denies the same.

17           111. Defendant Usmanov is without sufficient information to admit or  
18 deny the allegations in Paragraph 111 and therefore denies the same.  
19

20           112. The allegations contained in Paragraph 112 contain conclusions of  
21 law requiring no response. To the extent a responsive pleading is required,  
22 Defendant Usmanov is without sufficient information to admit or deny the  
23 allegations in Paragraph 112 and therefore denies the same.  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 14

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1           113. The allegations contained in Paragraph 113 contain conclusions of  
2 law requiring no response. To the extent a responsive pleading is required,  
3 Defendant Usmanov is without sufficient information to admit or deny the  
4 allegations in Paragraph 113 and therefore denies the same.  
5

6           114. The allegations contained in Paragraph 114 contain conclusions of  
7 law requiring no response. To the extent a responsive pleading is required,  
8 Defendant Usmanov is without sufficient information to admit or deny the  
9 allegations in Paragraph 114 and therefore denies the same.  
10

11           115. Defendant Usmanov admits that Giga Watt would have had to be  
12 running approximately 22 megawatts of power to service all the sold WTT  
13 Tokens, Defendant Usmanov is without sufficient information to admit or deny  
14 the allegations in Paragraph 115 and therefore denies the same.  
15

16           116. Defendant Usmanov is without sufficient information to admit or  
17 deny the allegations in Paragraph 116 and therefore denies the same.  
18

19           117. Defendant Usmanov is without sufficient information to admit or  
20 deny the allegations in Paragraph 117 and therefore denies the same.  
21

22           118. Defendant Usmanov is without sufficient information to admit or  
23 deny the allegations in Paragraph 118 and therefore denies the same.  
24

25           119. Defendant Usmanov is without sufficient information to admit or  
deny the allegations in Paragraph 119 and therefore denies the same.

DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 15

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1           120. Defendant Usmanov denies the first sentence of Paragraph 120, but  
2 Defendant Usmanov is without sufficient information to admit or deny the  
3 allegations in Paragraph 120 and therefore denies the same.

4           121. Defendant Usmanov is without sufficient information to admit or  
5 deny the allegations in Paragraph 121 and therefore denies the same.

6           122. Defendant Usmanov is without sufficient information to admit or  
7 deny the allegations in Paragraph 122 and therefore denies the same.

8           123. Defendant Usmanov is without sufficient information to admit or  
9 deny the allegations in Paragraph 123 and therefore denies the same.

10           124. Defendant Usmanov is without sufficient information to admit or  
11 deny the allegations in Paragraph 124 and therefore denies the same.

12           125. Defendant Usmanov admits that Cryptonomos made loans to Giga  
13 Watt, but denies the allegations in Paragraph 125.

14           126. Defendant Usmanov is without sufficient information to admit or  
15 deny the allegations in Paragraph 126 and therefore denies the same.

16           127. Defendant Usmanov is without sufficient information to admit or  
17 deny the allegations in Paragraph 127 and therefore denies the same.

18           128. Defendant Usmanov is without sufficient information to admit or  
19 deny the allegations in Paragraph 128 and therefore denies the same.

20           129. The allegations contained in Paragraph 129 contain conclusions of  
21 law requiring no response. To the extent a responsive pleading is required,  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 16

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1 Defendant Usmanov is without sufficient information to admit or deny the  
2 allegations in Paragraph 129 and therefore denies the same.

3 130. Defendant Usmanov is without sufficient information to admit or  
4 deny the allegations in Paragraph 130 and therefore denies the same.

5 131. The allegations contained in Paragraph 131 contain conclusions of  
6 law requiring no response. To the extent a responsive pleading is required,  
7 Defendant Usmanov denies the same.

8 132. Defendant Usmanov is without sufficient information to admit or  
9 deny the allegations in Paragraph 132 and therefore denies the same.

10 133. Defendant Usmanov admits the first sentence of Paragraph 133, but  
11 Defendant Usmanov is without sufficient information to admit or deny the  
12 allegations in Paragraph 133 and therefore denies the same.

13 134. Defendant Usmanov is without sufficient information to admit or  
14 deny the allegations in Paragraph 134 and therefore denies the same.

15 135. Defendant Usmanov is without sufficient information to admit or  
16 deny the allegations in Paragraph 135 and therefore denies the same.

17 136. The allegations contained in Paragraph 136 contain conclusions of  
18 law requiring no response. To the extent a responsive pleading is required,  
19 Defendant Usmanov is without sufficient information to admit or deny the  
20 allegations in Paragraph 136 and therefore denies the same.

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 17

LAW OFFICES OF  
**LUKINS & ANNIS, PS**  
A PROFESSIONAL SERVICE CORPORATION  
717 W Sprague Ave., Suite 1600  
Spokane, WA 99201  
Telephone: (509) 455-9555  
Fax: (509) 747-2323

1           137. Defendant Usmanov is without sufficient information to admit or  
2 deny the allegations in Paragraph 137 and therefore denies the same.

3           138. Defendant Usmanov is without sufficient information to admit or  
4 deny the allegations in Paragraph 138 and therefore denies the same.

5  
6                           **FIRST CLAIM FOR RELIEF**  
7                           *(Breach of Fiduciary Duty – Perkins)*

8           139. Defendant Usmanov's answers to the above allegations are  
9 incorporated by reference as if set forth herein.

10          140. The allegations contained in Paragraph 140 contain conclusions of  
11 law requiring no response. To the extent a responsive pleading is required,  
12 Defendant Usmanov denies the same.

13          141. The allegations contained in Paragraph 141 contain conclusions of  
14 law requiring no response. To the extent a responsive pleading is required,  
15 Defendant Usmanov denies the same.

16          142. The allegations contained in Paragraph 142 contain conclusions of  
17 law requiring no response. To the extent a responsive pleading is required,  
18 Defendant Usmanov denies the same.

19          143. The allegations contained in Paragraph 143 contain conclusions of  
20 law requiring no response. To the extent a responsive pleading is required,  
21 Defendant Usmanov denies the same.  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 18

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1           144. The allegations contained in Paragraph 144 contain conclusions of  
2 law requiring no response. To the extent a responsive pleading is required,  
3 Defendant Usmanov denies the same.

4           145. The allegations contained in Paragraph 145 and its subparts (a)  
5 through (b) contain conclusions of law requiring no response. To the extent a  
6 responsive pleading is required, Defendant Usmanov denies the same.

7           146. The allegations contained in Paragraph 146 contain conclusions of  
8 law requiring no response. To the extent a responsive pleading is required,  
9 Defendant Usmanov denies the same.

10           147. The allegations contained in Paragraph 147 contain conclusions of  
11 law requiring no response. To the extent a responsive pleading is required,  
12 Defendant Usmanov denies the same.

13           148. The allegations contained in Paragraph 148 contain conclusions of  
14 law requiring no response. To the extent a responsive pleading is required,  
15 Defendant Usmanov denies the same.

16           149. The allegations contained in Paragraph 149 contain conclusions of  
17 law requiring no response. To the extent a responsive pleading is required,  
18 Defendant Usmanov denies the same.

19           150. The allegations contained in Paragraph 150 contain conclusions of  
20 law requiring no response. To the extent a responsive pleading is required,  
21 Defendant Usmanov denies the same.

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 19

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1                                   **SECOND CLAIM FOR RELIEF**

2                                   *(Breach of Trust – RCW 11.98.085 – Perkins)*

3           151. Defendant Usmanov's answers to the above allegations are  
4 incorporated by reference as if set forth herein.

5           152. The allegations contained in Paragraph 152 contain conclusions of  
6 law requiring no response. To the extent a responsive pleading is required,  
7 Defendant Usmanov denies the same.  
8

9           153. The allegations contained in Paragraph 153 contain conclusions of  
10 law requiring no response. To the extent a responsive pleading is required,  
11 Defendant Usmanov denies the same.

12           154. Defendant Usmanov is without sufficient information to admit or  
13 deny the allegations in Paragraph 154 and therefore denies the same.  
14

15                                   **THIRD CLAIM FOR RELIEF**

16                                   *(Breach of Fiduciary Duty – Usmanov)*

17           155. Defendant Usmanov's answers to the above allegations are  
18 incorporated by reference as if set forth herein.

19           156. The allegations contained in Paragraph 156 contain conclusions of  
20 law requiring no response. To the extent a responsive pleading is required,  
21 Defendant Usmanov denies the same.  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 20

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1           157. The allegations contained in Paragraph 157 contain conclusions of  
2 law requiring no response. To the extent a responsive pleading is required,  
3 Defendant Usmanov denies the same.

4           158. The allegations contained in Paragraph 158 contain conclusions of  
5 law requiring no response. To the extent a responsive pleading is required,  
6 Defendant Usmanov denies the same.

7           159. The allegations contained in Paragraph 159 and its subparts (a)  
8 through (e) contain conclusions of law requiring no response. To the extent a  
9 responsive pleading is required, Defendant Usmanov denies the same.

10           160. The allegations contained in Paragraph 160 contain conclusions of  
11 law requiring no response. To the extent a responsive pleading is required,  
12 Defendant Usmanov denies the same.

13           161. The allegations contained in Paragraph 161 contain conclusions of  
14 law requiring no response. To the extent a responsive pleading is required,  
15 Defendant Usmanov denies the same.

16           162. The allegations contained in Paragraph 162 contain conclusions of  
17 law requiring no response. To the extent a responsive pleading is required,  
18 Defendant Usmanov denies the same.

19           163. The allegations contained in Paragraph 163 contain conclusions of  
20 law requiring no response. To the extent a responsive pleading is required,  
21 Defendant Usmanov denies the same.

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 21

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164. The allegations contained in Paragraph 164 contain conclusions of law requiring no response. To the extent a responsive pleading is required, Defendant Usmanov denies the same.

165. Defendant Usmanov is without sufficient information to admit or deny the allegations in Paragraph 165 and therefore denies the same.

166. Defendant Usmanov is without sufficient information to admit or deny the allegations in Paragraph 166 and therefore denies the same.

167. Defendant Usmanov is without sufficient information to admit or deny the allegations in Paragraph 167 and therefore denies the same.

168. Defendant Usmanov is without sufficient information to admit or deny the allegations in Paragraph 168 and therefore denies the same.

169. Defendant Usmanov is without sufficient information to admit or deny the allegations in Paragraph 169 and therefore denies the same.

## PRAAYER

Defendant Usmanov denies that Plaintiffs are entitled to the relief they seek.

## GENERAL DENIAL OF ALLEGATIONS

In further answer to the Complaint, Defendant Usmanov denies, generally and specifically, each and every allegation and implication contained in the First Amended Complaint not specifically and expressly admitted herein.

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 22

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## **AFFIRMATIVE DEFENSES**

By way of further answer and by way of affirmative defense, and without prejudice to any other position taken herein, Defendant Usmanov alleges and states as follows:

1. Failure to State a Claim. Plaintiff fails to state a claim upon which relief may be granted.

2. Waiver and Estoppel. Plaintiff, by its conduct and/or acts, words, or silence, has waived or is otherwise estopped from asserting claims.

3. Statute of Limitations. Plaintiff's claims are barred by the applicable statutes of limitation.

4. Unclean Hands. Plaintiff's claims are barred by the doctrine of unclean hands.

5. Laches. Plaintiff's claims are barred by the doctrine of laches.

6. Acquiescence. Plaintiff's Complaint is barred as Plaintiff has consented to and acquiesced to the purported acts of which they now complain.

7. Failure to Mitigate. Plaintiff has failed to mitigate its damages and protect itself from avoidable consequences.

8. Contributory Negligence. To the extent that Plaintiff suffered any damages, such damages were caused by its own contributory fault.

9. Justification. Defendant Usmanov's actions have been fully justified and privileged.

10. Good Faith. Defendant Usmanov's acted reasonably and in good faith at all times material herein, based on all relevant facts and circumstances

DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 23

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1 known by him at the time he so acted.

2 11. Business Judgement Rule. Defendants are protected by the business  
3 judgment rule, as all decisions lie within a range of reasonable alternatives.

4 12. Right to Amend. As investigation into the matter has just  
5 commenced, Defendant Usmanov reserves the right to amend and supplement this  
6 Answer, including the assertion of affirmative defenses, cross-claims, and  
7 counterclaims.  
8

9 **PRAYER FOR RELIEF**

10 WHEREFORE, Defendant Usmanov prays for the following relief:

11 1. That Plaintiff's Complaint be dismissed with prejudice and that  
12 Plaintiff takes nothing thereunder.

13 2. For an award of attorneys' fees and costs against Plaintiff under  
14 applicable statute, contract, or any other equitable or legal basis;

15 3. For the right to amend this Answer;

16 4. For any additional and further relief deemed just and equitable.  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 24

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1 DATED this 2nd day of February 2023.

2 LUKINS & ANNIS, P.S.

3  
4  
5 By: 

REID G. JOHNSON, WSBA# 44338

6 ZAINÉ M. YZAGUIRRE, WSBA #58265

7 717 W. Sprague Ave., Suite 1600

8 Spokane, WA 99201

Telephone: (509) 455-9555

9 Facsimile: (509) 747-2323

10 Email: [rjohnson@lukins.com](mailto:rjohnson@lukins.com)

Email: [zyzaguirre@lukins.com](mailto:zyzaguirre@lukins.com)

11 Attorneys for Defendant Timur Usmanov  
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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 25

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1 **CERTIFICATE OF SERVICE**

2  
3 I certify that on February 3, 2023, I electronically filed a copy of the  
4 foregoing document with the Clerk of the Court using the CM/ECF System,  
5 which will send electronic notification of the filing to the following: N/A

6 and I hereby certify that I have mailed by United States Postal Service the  
7 document to the following non-CM/ECF participants:  
8

9 Pamela M. Egan, WSBA No. 54736  
10 Potomac Law Group LLC  
11 1905 7<sup>th</sup> Ave W.  
12 Seattle, WA 98119

13 Signed this 3rd day of February, 2023 at Spokane, Washington.

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15 \_\_\_\_\_  
16 TESSA MCCOY

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DEFENDANT TIMUR USMANOV'S ANSWER TO  
FIRST AMENDED COMPLAINT: 26

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